UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF OHIO
EASTERN DIVISION

In re:	)	
	)	Chapter 11
CH LIQUIDATION ASSOCIATION,	)	
an Ohio nonprofit corporation,	)	Case No. 16-51552
	)	
Debtor.	)	Judge Koschik
	)	
(Federal Tax I.D. No. 31-4387577)	)	
	)	

ORDER (A) APPROVING DISCLOSURE STATEMENT; (B) ESTABLISHING PROCEDURES FOR SOLICITATION AND TABULATION OF VOTES TO ACCEPT OR REJECT FIRST AMENDED JOINT CHAPTER 11 PLAN OF LIQUIDATION FOR COSHOCTON COUNTY MEMORIAL HOSPITAL ASSOCIATION N/K/A CH LIQUIDATION ASSOCIATION OF THE DEBTOR AND THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS; (C) SCHEDULING A HEARING ON CONFIRMATION OF JOINT PLAN OF LIQUIDATION; AND (D) APPROVING NOTICE PROCEDURES

This matter is before the Court on the Debtor's Motion for an Order (A) Approving Disclosure Statement; (B) Establishing Procedures for Solicitation and Tabulation of Votes to Accept or Reject First Amended Joint Chapter 11 Plan of Liquidation for Coshocton County Memorial Hospital Association n/k/a CH Liquidation Association of the Debtor and the Official Committee of Unsecured Creditors; (C) Scheduling a Hearing on Confirmation of Joint Plan of

Liquidation; and (D) Approving Notice Procedures, Docket No. __ (the "Motion"), as filed with the Court; the Court having reviewed the Motion; notice of the Motion and the relief requested therein was sufficient under the circumstances; the Court having heard statements of counsel in support of the relief requested in the Motion at a hearing (the "Disclosure Statement Hearing"); the Court being fully advised and after due deliberation and sufficient cause appearing therefore,

THE COURT FINDS THAT:

A. The Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334. Venue of the chapter 11 case and the Motion is proper pursuant to 28 U.S.C. §§ 1408 and 1409.

B. Capitalized terms not otherwise defined in this Order have the meanings given to them in the Motion or the First Amended Joint Chapter 11 Plan of Liquidation for Coshocton County Memorial Hospital Association n/k/a CH Liquidation Association of the Debtor and the Official Committee of Unsecured Creditors, Docket No. __ (as amended from time to time, the "Joint Plan").

C. The Debtor's First Amended Disclosure Statement with Respect to First Amended Joint Chapter 11 Plan of Liquidation for Coshocton County Memorial Hospital Association n/k/a CH Liquidation Association of the Debtor and the Official Committee of Unsecured Creditors, Docket No. ___ (as amended from time to time, the "Disclosure Statement") contains "adequate information" as defined in section 1125(a)(1) of the Bankruptcy Code.

D. The forms of ballots attached as an exhibit to the Motion (collectively, the "Ballots") are consistent with Official Form No. 314, adequately address the particular needs of the Debtor's chapter 11 case, and are appropriate for each class of claims entitled under the Joint Plan to vote to accept or reject the Joint Plan.

E. The period during which the Debtor may solicit acceptances to the Joint Plan, as set forth below, is a reasonable period of time for creditors to make an informed decision to accept or reject the Joint Plan.

F. The procedures for the solicitation and tabulation of votes to accept or reject the Joint Plan (as set forth below and in the Motion) provide for a fair and equitable voting process and are consistent with section 1126 of the Bankruptcy Code.

G. The procedures set forth below regarding notice of the hearing on confirmation of the Joint Plan and the contents of the Solicitation Packages comply with Rules 2002 and 3017 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules") and, if followed, would constitute sufficient notice to all interested parties.

IT IS HEREBY ORDERED THAT:

1. The Motion shall be, and hereby is, GRANTED.

2. The Disclosure Statement, shall be, and hereby is, APPROVED.

3. The Confirmation Hearing to consider the request of the Debtor for confirmation of the Joint Plan will be held on July __, 2017, at _____ __.m. (prevailing Eastern Time), in the United States Bankruptcy Court for the Northern District of Ohio, John F. Seiberling Federal Building and U.S. Courthouse, 2 South Main Street, Akron, Ohio 44308. The Confirmation Hearing may be adjourned from time to time without further notice. Additionally, the Joint Plan may be modified, without further notice, prior to, at, or as a result of the Confirmation Hearing.

4. Pursuant to Bankruptcy Rule 3020(b), July __, 2017, shall be, and hereby is, fixed as the last day for filing and serving written objections or responses to the Debtor's request for confirmation of the Joint Plan. Any objections to confirmation of the Joint Plan must be in writing and must (a) state the name and address of the objector and the amount of its claim or the nature of its interest in the Debtor's chapter 11 case, (b) specify the basis and nature of the

objection or response, (c) include with the objection a legal brief or memorandum, including citation to any statutes or case law that the objecting party wishes this Court to consider in connection with the objection, and (d) be filed with the Clerk of this Court, together with proof of service, and served on the following parties at the following addresses, so as to be **received** by them no later than July __, 2017: (i) counsel for the Debtor, McDonald Hopkins LLC, Sean D. Malloy, Esq., and Michael J. Kaczka, Esq., 600 Superior Ave., East, Suite 2100, Cleveland, Ohio 44114; (ii) counsel for the Committee, Sills Cummis & Gross P.C., Andrew H. Sherman, Esq. and Boris I. Mankovetskiy, Esq., One Riverfront Plaza, Newark, NJ 07102, and Hahn Loeser & Parks LLP, Daniel A. DeMarco, Esq. and Rocco I. Debitetto, Esq., 200 Public Square, Suite 2800, Cleveland, Ohio 44114; and (iii) the United States Trustee, Attn: Tiiara N. A. Patton, Esq., Howard M. Metzenbaum, U.S. Courthouse, 201 Superior Ave., East, Suite 441, Cleveland, Ohio 44114.

5. Any responses to any objections filed and served in accordance with Paragraph 4 hereof must be in writing and must (a) specify the bases and nature of the response, (b) include with the response a legal brief or memorandum, including citation to any statutes or case law that the responding party wishes this Court to consider in connection with the response, and (c) be filed with the Clerk of this Court, together with proof of service, and served on the parties listed in Paragraph 4 hereof and the party to whose objection the response is directed, so as to be **received** by them no later than July __, 2017.

6. The Debtor, the Committee, any party in interest that has filed an objection to confirmation pursuant to Paragraph 4 hereof, and any party in interest that has filed a response pursuant to Paragraph 5 hereof shall be entitled to present evidence in favor of or against confirmation of the Joint Plan at the Confirmation Hearing. Any party wishing to present evidence at the Confirmation Hearing shall, no later than 4:00 p.m. (prevailing Eastern Time), on

July __, 2017, file with the Clerk of this Court and serve on the parties listed in Paragraph 4 hereof and on any party that has filed an objection to confirmation or a response thereto the following:

a. A list of witnesses such party intends to call at the Confirmation Hearing, along with their names and addresses; and

b. A list of exhibits such party intends to introduce at the Confirmation Hearing. (Copies of such exhibits shall be simultaneously provided to all such parties and delivered to this Court's chambers, but shall not be filed.)

7. The Confirmation Hearing Notice is hereby APPROVED.

8. The forms of the Ballots are hereby APPROVED. The deadline for the receipt of Ballots accepting or rejecting the Joint Plan shall be, and hereby is, July __, 2017 (the "Voting Deadline"). For a ballot to be counted, it must be **received** at the address indicated in the ballot instructions prior to the Voting Deadline.

9. Solely for purposes of voting to accept or reject the Joint Plan, and not for the purpose of the allowance of, or distribution on account of, a claim or interest, and without prejudice to the rights of the Debtor in any other context, the Debtor shall use the following voting procedures and requirements:

a. The amount of a claim that will be used to determine votes for or against the Joint Plan will be (i) the claim amount listed on the schedules of liabilities filed with this Court unless such claim is listed on the schedules of liabilities as contingent, unliquidated, or disputed, or (ii) the liquidated amount specified in a proof of claim timely filed with this Court that is not the subject of an objection, or (iii) the liquidated amount specified in a final order of this Court.

b. If the holder of a claim submits a Ballot, but (i) such holder has not timely filed a proof of claim and such holder's claim is listed on the schedules of liabilities as contingent, unliquidated or disputed or (ii) such holder has timely filed a proof of claim and such holder's claim is the subject of an objection, the Ballot will not be counted for purposes of determining acceptances or rejections of the Joint Plan, in accordance with Rule 3018, unless this Court has temporarily allowed the claim for the purpose of accepting or rejecting the Joint Plan in accordance with Bankruptcy Rule 3018. The Debtor or any holder of a claim may seek an order of this

Court temporarily allowing such claim for purposes of voting to accept or reject the Joint Plan. If such claim is the subject of an objection that does not seek total disallowance of the claim, the claim may be voted to the extent it is not subject to an objection.

c. If a proof of claim has been amended by a later timely filed proof of claim, only the later filed amending claim will be entitled to vote regardless of whether the Debtor has objected to such earlier filed claim.

d. If a holder of a claim that is entitled to vote has more than one claim within the same class based upon different transactions, the holder shall be entitled to one vote for numerosity purposes in the aggregate dollar amount of all of such claims. Whenever a holder of a claim casts more than one Ballot voting the same claim prior to the Voting Deadline, the latest dated Ballot received prior to the Voting Deadline will be deemed to supersede and revoke any prior Ballots.

e. Notwithstanding anything herein to the contrary, any entity that has scheduled, filed or purchased duplicate claims or claims against the Debtor arising from, based upon or related to the same transaction (*e.g.*, guarantee claims or claims for joint or several liability), shall be entitled to vote only a single claim for numerosity purposes in a dollar amount based upon the claim against the Debtor, regardless of whether the Debtor has objected to such duplicate claims (and Garden City Group shall keep track of any separate Ballots submitted by such claimants).

f. Holders of claims must vote all of their claims within a particular class either to accept or reject the Joint Plan and may not split their votes. Accordingly, the Debtor will treat as an acceptance any Ballot (or multiple Ballots with respect to multiple claims within a single class) that partially rejects and partially accepts the Joint Plan.

g. Ballots that fail to indicate an acceptance or rejection of the Joint Plan, but which are otherwise properly executed and received prior to the Voting Deadline, will be tabulated as an acceptance.

10. Any claimant seeking to challenge the allowance of its claim for voting purposes in accordance with the above procedures shall file with this Court and serve on the Debtor's and the Committee's counsel on or before the 15th day after the later of: (a) service of the Confirmation Hearing Notice; or (b) service of notice of an objection, if any, to such claim, a motion for an order pursuant to Bankruptcy Rule 3018(a) temporarily allowing such claim in a different amount for purposes of voting to accept or reject the Joint Plan, and the Ballot of any

creditor filing such a motion shall not be counted unless temporarily allowed by this Court for voting purposes, after notice and a hearing.

11. The Record Date for purposes of determining which creditors are entitled to vote on the Joint Plan is May __, 2017**.**

12. The Debtor shall distribute the Confirmation Hearing Notice and Solicitation Package as follows:

a. The Confirmation Hearing Notice, this Order and a CD-ROM confirming the Joint Plan, the Disclosure Statement (with Joint Plan and other exhibits annexed thereto), and the letter from the Debtor recommending the Joint Plan will be distributed to: (i) all persons or entities that have filed proofs of claim on or before the Record Date; (ii) all persons or entities listed in the Debtor's schedules of liabilities as holding a liquidated, noncontingent, undisputed claim as of the Record Date; (iii) all other known holders of claims against the Debtor, as of Record Date; (iv) all parties in interest that have filed a request for notices in the Debtor's chapter 11 case; (v) the United States Trustee; and (vi) District Director of Internal Revenue Service.

b. In addition to the materials listed in subparagraph 12(a) above, a Ballot, an envelope for returning the Ballot, and voting instructions will be distributed to all creditors entitled to vote on the Joint Plan;

c. Only the Confirmation Hearing Notice will be distributed to persons or entities not listed in subparagraph 12(a) above that have nonetheless received other general notices in the case, such as the notice of the hearing on the Disclosure Statement; and

d. The materials described in subparagraphs 12(a)-(c) above shall be mailed by the Debtor no later than June __, 2017.

13. The Debtor is hereby excused from sending Solicitation Packages to any addressee for which notice of any pleadings were returned as undeliverable by the United States Postal Service, unless such addressee provides the Debtor with a new address. Failure to mail Solicitation Packages to such addressees as set forth in this Order will not constitute inadequate notice of the Confirmation Hearing or the Voting Deadline.

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Prepared by:

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